

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF MICHIGAN
SOUTHERN (DETROIT) DIVISION

MIGHTY GOOD SOLUTIONS, LLC,

PLAINTIFF,

-V-

UNIVERSAL GP PRODUCTS, LLC,

DEFENDANT.

CASE No. 2:22-cv-11153-DPH-KGA

HON. DENISE PAGE HOOD

MAG. HON. ELIZABETH STAFFORD

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DEFENDANT UNIVERSAL GP PRODUCTS, LLC'S
MOTION TO DISMISS

EXHIBIT 6

**UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF MISSOURI**

MIGHTY GOOD SOLUTIONS, LLC,)

Plaintiff,)

v.)

UNIVERSAL GP PRODUCTS, LLC,)

Defendant.)

Case No.: 4:21-cv-00080-FJG

Declaration of Jose Reyes

1. My name is Jose Reyes.
2. I am the President of Universal GP Products, LLC (“Universal”).
3. I am familiar with the organization and operations of Universal and its previous contractual relationship with Mighty Good Solutions, LLC (“Mighty Good”).
4. Universal is a Michigan-based supplier of consumer goods. Universal is organized under Michigan law,
5. All of Universal’s facilities and operations are in the Cities of Grosse Pointe Park and Warren, Michigan.
6. I reviewed, in Michigan, Mighty Good’s December 1, 2020, Petition.

Universal’s Lack of Missouri Contacts

7. Universal is not registered to do business in Missouri. See <https://bsd.sos.mo.gov/search>. Searching for “Universal GP Products” yields “No results for this search.”
8. Universal has no agents for service of process in Missouri.
9. Universal owns no property in Missouri.
10. Universal maintains no bank accounts in Missouri.

11. Universal has no telephone listings in Missouri.
12. Universal has no employees in Missouri.
13. Universal does not advertise or promote its business in Missouri.
14. No Universal employees have entered Missouri in connection with the instant transaction.
15. Except for Mighty Good, Universal has no Missouri customers.

Universal's Negotiations with Mighty Good

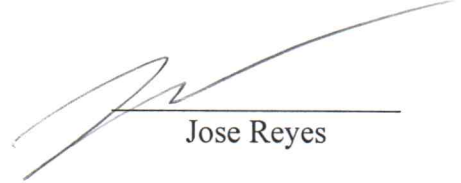
16. On May 2, 2020, Mighty Good's Ben Rendo, owner, reached out to me via telephone at the suggestion of Joe Grady of The Retail Firm, Bentonville, AR.
17. Rendo explained that Mighty Good had secured a Sam's Club order for five million bottles of hand sanitizer. However, Mighty Good lacked the necessary pumps for the hand sanitizer bottles. Rendo was in a panic mode trying to find those pumps so that Mighty Good could satisfy the five million hand sanitizer bottle order. Attached Exhibit "A" is an email Rendo sent to me memorializing his request.
18. In May and June 2020, I engaged in telephone and email conversation with Rendo as well as with Charlie Tocco, Mighty Good's CEO.
19. Shortly after Mr. Rendo and I initially spoke, Mighty Good mailed sample hand sanitizer bottles to Universal's Michigan office.
20. I told Mighty Good's Mr. Rendo that Universal could procure the hand sanitizer pumps for shipment from its Warren, Michigan facility.
21. Satisfied with that arrangement, Mighty Good then arranged to pick up the pumps from Universal's Michigan facility transport the goods out of Michigan. Mighty Good assumed full responsibility for all cargo logistics directions and paid for all trucking transportation charges out of Michigan.

Performance of the Mighty Good- Universal Contract.

22. Mighty Good issued two purchase orders to Universal at Universal's Grosse Pointe Park, Michigan office.
23. On behalf of Universal, I accepted these purchase orders in Grosse Pointe Park, Michigan.
24. Mighty Good remitted payments to Universal via bank wire to Comerica Bank, located in Detroit, Michigan. See attached Exhibit B.
25. Universal procured nearly two million pumps for Mighty Good at Universal's Warren, Michigan warehouse.
26. I communicated with Jesse Lacy, Mighty Good's logistic head, regarding Mighty Good's pick-up of the pumps from Universal's Michigan facility. I was in Michigan during each of these communications.
27. Mighty Good's logistic cargo team traveled to Michigan to pick up the pumps from Universal's Michigan facility. See Attached Exhibit B.
28. After picking up the pumps from Warren, Michigan, Mighty Good's logistics team transported the pumps out of the state.
29. On August 12, 2020, Mighty Good's logistic team failed to pick up 337,000 pumps from Universal's warehouse.
30. Universal is currently storing these pumps at its Michigan warehouse. Universal is also storing another 475,600 pumps at its Michigan warehouse that Mighty Good ordered, but failed to pay for.
31. Neither I nor any of Universal's employees ever traveled outside of Michigan during the course of my negotiation, execution, or performance of the Mighty Good purchase orders.

I, Jose Reyes, per 28 U.S.C. 1746, declare under penalty of perjury that the foregoing statements are true and correct.

Executed on February 24, 2021



Jose Reyes

From: [Ben Rendo](#)
To: [Jose Reyes](#)
Subject: Re: 32-oz pumps
Date: Monday, May 4, 2020 8:42:39 AM

Dang, that is fast. What is cost per unit? Thanks Jose.

On Mon, May 4, 2020, 7:28 AM Jose Reyes <jose.reyes@universalproductsmarketing.com> wrote:

Ben, please see attached.

Thank you

Jose Reyes, President, Universal Products

USA Minority Supplier Certification #MI01464

2396 E. 10 Mile Road, Warren, MI 48091

Vietnam WhatsApp: 0013138040042 / Asia WeChat: josecs1279

jose.reyes@universalproductsmarketing.com

jr8488409@gmail.com / 313-804-0042 mobile

From: Ben Rendo <ben@mightygoodsolutions.com>
Sent: Sunday, May 3, 2020 7:51 PM
To: jose.reyes@universalproductsmarketing.com
Subject: 32-oz pumps

Jose,

Thank you for jumping on this so quickly, I really appreciate it. Here is the requested information;

32-oz pumps

Packing : 500pcs master carton

Carton Dimension: 64 x 44 x 30 cm

Gross weight : 14.5kgs

I plugged the info into the pallet calculator and here is it. This is a full pallet at 1M pumps in 1,656 casepacks. The first shipment will be 500k units and be 1,000 casepacks. I've attached a picture of the pump. The bottle is not included, we are just bringing the pumps in. I'm going back into the office at 8pm tonight and can jump on a zoom if that would be helpful. My cell reception is just garbage right now. Thanks Jose.

Detail Results:

Package Size:	66 x 44 x 30 mm
n Packages:	1656
Pallet Size:	1016 x 1219.2 mm
n Layers:	4
Surface Usage:	97.1%
Volume Usage:	88.2%
Total Weight:	24012 kgs
Weight Above 1st Layer:	18009 kgs

Ben

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Ben Rendo

ben@mightygoodsolutions.com

(816) 668-0132

www.mightygoodsolutions.com

PUMP INVOICE					
ISSUED TO:					5/22/2020
Mighty Goods Solutions	Issue By	Jose		Number	943566 PV
Ben Rendo	Terms	Prepaid Wire		Delivery Estimate Date	
ben@mightygoodsolutions.com	FOB	Del Prepaid KC, MO	6/5/2020		
Tele (816) 668-0132	50% PO Deposit With Order				
Charlie Tocco	50% PO Balance 7 Days Before Shipment				
charlie@mightygoodsolutions.com					
Ship To: Champion Brands					
1001 Golden Dr, Clinton, MO 64735					
Attn: Matt Lowe					
Item	Qty/Ea	Description		Air Rate	Amount
Pump 28 fits 32 oz bottle	500,000	Pump Each		\$ 0.653	\$ 326,500.00
Pump COO Vietnam					
#28 Carton Pack Pump Pcs 800					
Pump Tube To Be Inserted Into Pump Before Shipping					
Bottom of Tube Slant Angle Cut 2mm					
#28 - NOTE Inserted Into Pump Suggested Tube Length 175 mm (fits 32 oz bottle)					
Detroit FOB collect cost reduction \$.005 pump					
U.S. Duty, All Tariffs are the customer responsibility paid prior to customer delivery.					
Payment Information					
Universal GP Products, LLC					
854 Edgemont Park, Grosse Pointe Park, MI 48230					
Beneficiary Account Number: 1852661204					
Beneficiary/Receiving Bank: Comerica					
Bank Address: 36965 Garfield Rd, Clinton Twp., MI 48035					
Bank Transit Routing Number (ABA#): 072000096					
Bank SWIFT Code: MNBDUS33					
Payment	00/00	00/00	Open		
Payment	00/00	00/00	Open		
Payment	00/00	00/00	Open		
Total All					\$ 326,500.00